

**MORITT HOCK & HAMROFF LLP**

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*Special Conflicts Counsel to the Official Committee of  
Unsecured Creditors of Sears Holdings Corporation, et al.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
	:
SEARS HOLDINGS CORPORATION, <i>et al.</i> ,	: Case No. 18-23538 (RDD)
	:
	: (Jointly Administered)
Debtors. <sup>1</sup>	:
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**TENTH MONTHLY FEE STATEMENT OF MORITT HOCK & HAMROFF LLP FOR  
PROFESSIONAL SERVICES RENDERED AND DISBURSEMENTS INCURRED AS  
SPECIAL CONFLICTS COUNSEL FOR THE OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS FOR THE PERIOD OF  
JANUARY 1, 2021 THROUGH JANUARY 31, 2021**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Name of Applicant:	Moritt Hock & Hamroff LLP
Authorized to Provide Professional Services To:	The Official Committee of Unsecured Creditors of Sears Holdings Corporation
Date of Retention:	April 30, 2020, <i>nunc pro tunc</i> to January 2, 2020
Period for Which Compensation and Reimbursement Is Sought:	January 1, 2021 through January 31, 2021
Monthly Fees Incurred:	\$4,221.50
20% Holdback:	\$ 844.33
Total Compensation Less 20% Holdback:	\$3,377.17
Monthly Expenses Incurred:	\$ 200.00
Total Fees and Expenses Requested:	\$4,421.50
This is a <u>X</u> monthly ___ interim ___ final application	

Moritt Hock & Hamroff LLP (“Moritt Hock”), special conflicts counsel for the Official Committee of Unsecured Creditors (the “Creditors’ Committee”) of Sears Holdings Corporation and its affiliated debtors and debtors in possession (collectively, the “Debtors”), hereby submits this statement of fees and disbursements (the “Tenth Monthly Fee Statement”) covering the period January 1, 2021 through January 31, 2021 (the “Compensation Period”), in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses and Retained Professionals* (the “Interim Compensation Order”) [Docket No. 769]. By the Tenth Monthly Fee Statement, Moritt Hock requests (a) interim allowance and payment of compensation in the amount of \$3,377.17 (80% of \$4,221.50) for fees on account of reasonable and necessary professional services rendered to the Creditors’ Committee by Moritt Hock; and

(b) reimbursement of actual and necessary costs and expenses in the amount of \$200.00 incurred by Moritt Hock during the Compensation Period.

**FEES FOR SERVICES RENDERED  
DURING THE COMPENSATION PERIOD**

**Exhibit A** sets forth a timekeeper summary that includes the respective names, positions, department, bar admissions, hourly billing rates and aggregate hours spent by each Moritt Hock professional and paraprofessional that provided services to the Creditors' Committee during the Compensation Period. The rates charged by Moritt Hock for services rendered to the Creditors' Committee are the same rates that Moritt Hock charges generally for professional services rendered to its non-bankruptcy clients.

**Exhibit B** sets forth a task code summary that includes the aggregate hours per task code spent by Moritt Hock professionals and paraprofessionals in rendering services to the Creditors' Committee during the Compensation Period.

**Exhibit C** sets forth a complete itemization of tasks performed by Moritt Hock professionals and paraprofessionals that provided services to the Creditors' Committee during the Compensation Period.

**EXPENSES INCURRED  
DURING THE COMPENSATION PERIOD**

**Exhibit D** sets forth a disbursement summary that includes the aggregate expenses, organized by general disbursement categories, incurred by Moritt Hock in connection with services rendered to the Creditor's Committee during the Compensation Period.

**Exhibit E** sets forth a complete itemization of disbursements incurred by Moritt Hock in connection with the services rendered to the Creditors' Committee during the Compensation Period.

**NOTICE AND OBJECTION PROCEDURES**

Notice of this Tenth Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Sears Holdings Corporation, 3333 Beverly Road, Hoffman Estates, Illinois 60179, Attention: Moshin Y. Meghji (email: mmeghji@miiipartners.com); (ii) counsel to Debtors, Weil, Gotshal & Manges LLP, 767 Tenth Avenue, New York, NY 10153, Attention: Ray C. Schrock (email: ray.schrock@weil.com), Jacqueline Marcus (email: jacqueline.marcus@weil.com), Garrett A. Fail (email: garrett.fail@weil.com), and Sunny Singh (email: sunny.singh@weil.com); (iii) counsel to the Creditors' Committee, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036, Attention: Ira S. Dizengoff (email: idizengoff@akingump.com), Philip C. Dublin (email: pdublin@akingump.com), and Sara L. Brauner (sbrauner@akingump.com); (iv) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 1014, Attention: Paul Schwartzberg (email: paul.schwartzberg@usdoj.gov) and Richard Morrissey (email: richard.morrissey@usdoj.gov); (v) counsel to Bank of America, N.A., Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036, Attention: Paul D. Leake (email: paul.leake@skadden.com), Shana A. Elberg (email: shana.elberg@skadden.com), and George R. Howard (email: george.howard@skadden.com); (vi) Paul E. Harner, fee examiner, 1675 Broadway, New York, NY 10019 (email: harnerp@ballardspahr.com); and (vii) counsel to the fee examiner, Ballard Spahr LLP, 1675 Broadway, New York, NY 10019, Attention: Vincent J. Marriott (email: marriott@ballardspahr.com) and Tobey M. Daluz (email: daluzt@ballardspahr.com) (collectively, the "Notice Parties").

Objections to this Tenth Monthly Statement Fee, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than March 3, 2021 (the "Objection

Deadline”), setting forth the nature of the objection and the amount of fees or expenses at issue (an “Objection”).

If no objections to this Tenth Monthly Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

If an objection to this Tenth Monthly Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of the Tenth Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be held by the Court.

Dated: New York, New York  
February 16, 2021

**MORITT HOCK & HAMROFF LLP**

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*Special Conflicts Counsel to the Official  
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**EXHIBIT A**

**Timekeeper Summary**

<b>PARTNERS</b>	<b>DEPARTMENT</b>	<b>YEAR OF BAR ADMISSION</b>	<b>RATE</b>	<b>HOURS</b>	<b>AMOUNT</b>
James P. Chou	Litigation	1997 (NY) 1996 (NJ)	\$615	.50	\$307.50
Danielle J. Marlow	Litigation	1997	\$565	3.20	\$1,808.00
<b>Total Partner</b>				<b>3.70</b>	<b>\$2,115.50</b>
<b>PARALEGALS</b>					
Victoria Jankowski	Litigation	N/A	\$260	8.10	\$2,106.00
<b>Total Paralegal</b>				<b>8.10</b>	<b>\$2,106.00</b>
<b>Total Hours/ Fees Requested</b>				<b>11.80</b>	<b>\$4,221.50</b>

<b>ALL PROFESSIONALS</b>	<b>BLENDED RATE (\$)</b>	<b>TOTAL BILLED HOURS</b>	<b>TOTAL COMPENSATION</b>
Partners and Counsel	\$590	3.70	\$2,115.50
Associates	\$0.00	0.00	\$0.00
Paralegals/ Non-Legal Staff	\$260	8.10	\$2,106.00
Blended Timekeeper Rate	\$425		
<b>Total Fees Incurred</b>			<b>\$4,221.50</b>

**EXHIBIT B**

**Task Code Summary**

<b>Task Code</b>	<b>Matter</b>	<b>Hours</b>	<b>Value</b>
B120	Asset Analysis and Recovery	3.20	\$1,808.00
B160	Fee/ Employment Applications	8.60	\$2,413.50
	<b>Total:</b>	<b>11.80</b>	<b>\$4,221.50</b>

**EXHIBIT C**

**Itemized Fees**





**MORITT HOCK & HAMROFF LLP**  
**INVOICE DATED February 2021**  
**File # N-1944.001 Re: Sears Bankruptcy**

<b>Date</b>	<b>Prof</b>	<b>Narrative</b>	<b>Task Code</b>	<b>Units</b>
1/4/2021	VJ	Review and revise requested spreadsheets for Ballard Spahr and forward documents to JPC and TAB for review.	B160	3.20
1/5/2021	VJ	Convert excel spreadsheets to pdf files in preparation of uploading zip file to Ballard Spahr.	B160	0.30
1/6/2021	VJ	Zip Fee Application files and upload to Ballard Spahr.	B160	0.40
1/7/2021	DJM	Response to additional inquiries from Akin Gump.	B120	0.80
1/11/2021	DJM	Response to queries from ASK.	B120	0.50
1/18/2021	DJM	Analysis in response to query from ASK, e-mails regarding same.	B120	1.00
1/21/2021	VJ	Review time records and draft Ninth Fee Statement.	B160	3.50
1/22/2021	JPC	Review and comment on monthly fee statement.	B160	0.50
1/26/2021	VJ	Emails with TAD regarding Fee Statement (.2); finalize fee statement and efile the Ninth Fee Statement and forward to all noticed parties (.5).	B160	0.70
1/29/2021	DJM	Response to questions from counsel to BNY Mellon.	B120	0.40
1/27/2021	DJM	Review and response to e-mail from ASK.	B120	0.50
				<b>11.80</b>

**EXHIBIT D**

**Disbursement Summary**

<b>Disbursement Activity</b>	<b>Amount</b>
Fees – Document Production	\$200.00
<b>Total</b>	<b>\$200.00</b>

**EXHIBIT E**  
**Itemized Disbursements**

<b>DATE</b>	<b>DESCRIPTION</b>	<b>VALUE</b>
01/22/2021	US Bank National Association, Research and production of Subpoena (Sears Holding)	\$200.00
<b>TOTAL</b>		<b>\$200.00</b>